

EXHIBIT B

SAMSUNG

ELECTRONICS

December 31, 2002

Anthony P. Paolillo
Getronics Wang Co., LLC
290 Concord Road
Billerica, MA 01821-4130, U.S.

Dear Mr. Paolillo

My name is Young-Sung Min, Chief of the International Accounting Group of Samsung Electronics Co., Ltd.. I was informed from Mr. Choi about your memorandum dated December 16. As this matter has been administered by my team, I hereby respond to your memo myself. (Please contact me from now on about this issue.)

As described in your memorandum, we were informed that Korea/US Competent Authority Discussion was finalized in relation to withholding taxes imposed upon SEC's royalty payment remitted to your company.

We were notified that according to the agreed condition between both government authorities, the withholding taxes you paid would be refunded to you through mediation of SEC. It was also commented that the KNTS can not directly contact foreign tax payer for refunding purpose when there is Korean entity who made the concerned withholding on behalf of the tax payer.

Under this situation, we have been continuing necessary discussions with KNTS to get the due refund on your behalf. It would be appreciated if you understand that the refund should be made from several different regional tax offices and civil service authorities (for resident surtaxes) because the jurisdiction is divided among several districts responsible for operation sites of our company.

Through toilsome compiling of the relevant receipts and evidences for the concerned period for submission to those authorities, as of now we have managed to succeed in getting all of the refunds applied for the corporate income taxes, and also almost all of the resident surtaxes.

While we are remitting the money collected (₩297,403,878) to your account below today(December 31, 2002).

Fleet Boston

ABA 011-000-138

Account No. 936-356-4615

While taking necessary steps for refund on your behalf, we would like to point out that you need to know the fact that the KNTS is making their tax refund not on USD basis but on Korean Won basis, which was the original currency the withholding tax was collected in. Therefore, though the refundable amount is the same, the USD denominated amount you can eventually get after our remittance will be smaller than you were originally charged. (Applied exchange rate is about ₩1,197.20 per \$1, while it was ranging from ₩790 to ₩840 per \$1 when withheld.)

We were also told that both parties agreed there would not be any consideration for interests upon the refundable taxes. In addition, as this refund was made through political settlement between both governments, details of which are regarded strictly confidential against the public, and the validity of the accord will not be extended over the clearly specified span of taxable period, it is our position that it is not appropriate for us to be responsible for any material issues arising from this matter and that we can not help but make withholdings for future payments according to the regulatory standard of current Korean tax law without consideration of the implication of this refund.

Therefore, while promising to take the best efforts to help you get the most favorable outcome, we ask your kind understanding that you are to directly contact the tax authorities of your company for any uncertainties or difficulties in relation to this matter.

Best regards,



Young-Sung Min

Senior Manager

International Accounting Group

Corporate Accounting Team

*Inform to request
to stop pay stack*
SAMSUNG ELECTRONICS CO., LTD.
Samsung Main Bldg.
250, 2-Ga, TaePyung-Ro, Chung Ku,
Seoul, Korea 100-742
Tel.02-727-7605 Fax.727-7627,7669



MEMORANDUM

FACSIMILE

To : Mr. Anthony P. Paolillo
Director of Taxes
Getronics Wang Co., LLC

From : S. H. Cho
Senior Manager, International Accounting Group

Date : February 10, 2003 Pages 3 (Cover Included)

Re : Tax Refund

Dear Mr. Paolillo :

My name is Song Hyon Cho. I have been working on international tax issues under Mr. Min's charge.

Due to internal transfer of Mr. Min to different division in January, I'm responding to your memos dated Jan 3 and Jan 29, 2003.

Upon reviewing your memos, it struck to me that, to our disappointment, it seems quite doubtful that you have a clear understanding about the overall setting we are in conjunction with this tax refund issue.

More specifically, as Mr. Min already pointed out, I would like to stress again the fact that what you are receiving from KNTS through our mediation is not the royalty but the tax you paid, which was politically agreed between both governments to be transferred to IRS after lengthy negotiation. As you know well, we have absolutely no understanding about the substance of that bi-governmental negotiation. We are only fulfilling the request of KNTS to provide them with relevant information and evidences to fix the refundable amount and to relay the money received in our account from KNTS to yours as soon as possible. I understand that your company, as well as Samsung Electronics, is also to be used as channel of that tax transfer between authorities.

If you can understand the above nature of this Competent Authority negotiation procedure, I believe you can well embrace our position that you should discuss any material issues you may have with IRS, the right party who is fully responsible for every substantial detail of the bi-governmental negotiation.

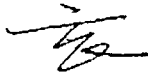
In addition, it seems also wrong that you are alleging that we benefited from exchange rate fluctuation for the refunded tax amount. If there is someone who did, it could be the KNTS but not our company, assuming that the value of tax charged should be re-stated in USD, which seems also meaningless for KNTS. I personally think that as the nature of this conflict was in re-distributing of the cross-border taxes between both governments, the exchange rate contingencies should be attributed to the tax authorities instead of the related taxpayers. Anyway, it is impossible for us to remit more money than what was assigned to us by KNTS. Under the situation KNTS calculated the refundable amount in Korean Won, we have no other way but to relay it to you in the same value of USD.(KNTS confirmed that our approach is correct.)

Furthermore, frankly speaking, it would be appreciated if you consider the situation that we have been assuming significant burden of valueless workload in this matter only for your benefit(more precisely, for IRS' benefit) which is depriving tremendous time, manpower and cost of our team.

Meanwhile, we are considering to make an additional filing for further refund for those cases omitted from the first application because we couldn't find relevant evidences essential for application as required. If you can provide any information or evidence helpful for identification of your tax payment, we will do our best for you to get the most favorable outcome. (Some other licensors actually sent us evidentiary materials for such purpose.)

I hope the above clarification can well satisfy you.

Best regards,



Song Hyon Cho
Senior Manager
International Accounting Group
Accounting Team

Samsung Electronics Co., Ltd
Details of Tax Refund

₩000

1993-03-02	892,470	1,064,048	136,918,952	127,366,510	9,552,442
1993-08-31	653,926	548,480	85,579,590	79,608,950	5,970,640
1994-08-30	97,930	82,138	12,708,031	11,822,001	886,030
1995-08-29	381,510	319,991	47,849,065	44,510,750	3,338,309
1996-02-29	75,423	62,978	9,754,223	8,867,471	886,752
1996-08-29	33,851	28,265	4,593,408	4,175,818	417,590

297,403,865

3/2/93

Samsung

GWC

136,918,952

8/31/93

85,579,590

81,298,866

8/30/94

12,708,031

12,459,099

8/29/95

47,849,065

48,291,630

2/29/96

9,754,223

5/29/96

4,593,408

3/1/92

₩000

109,198,234

6/25/92

315,451,490

8/10/92

139,732,848

3/3/95

12,127,895

3/1/94

19,161,184

297,403,865

757,721,250

460,317,381